

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CRL GROUP, LLC		10/25/2006	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	KELLWOOD COMPANY		
Street Address:	600 Kellwood Parkway		
City:	Chesterfield		
State/Country:	MISSOURI		
Postal Code:	63017		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78898027	VINCE	
Registration Number:	2929250	VINCE	
CORRESPONDENCE DATA			
Fax Number:	(314)231-4342		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	314-231-5400		
Email:	ustrademarks@senniger.com		
Correspondent Name:	Senniger Powers/Paul Fleischut		
Address Line 1:	One Metropolitan Square, 16th Floor		
Address Line 4:	St. Louis, MISSOURI 63102		
ATTORNEY DOCKET NUMBER:	KLD9767:PIF/KSB		
NAME OF SUBMITTER:	Paul I. J. Fleischut		
Signature:	/paul fleischut/		

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TRADEMARK
REEL: 003443 FRAME: 0610

Date:

12/13/2006

Total Attachments: 4

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TRADEMARK ASSIGNMENT

WHEREAS, CRL Group, LLC, a California limited liability company with offices at 5522½ Wilshire Boulevard, Los Angeles, California 90036 ("Assignor"), is the owner of the trademarks and registrations and pending applications for registration and has adopted, used and conducted its business, namely, the design, development, sourcing, marketing, licensing, distribution and sale of premium contemporary women's apparel under the "Vince" label and other apparel lines under development potentially to be marketed under the "Vince" label (the "Business") under the trademarks (the "Trademarks") set forth on Exhibit A attached hereto and made a part hereof; and

WHEREAS, Newkell IV, Inc. ("Buyer"), a Delaware corporation and a wholly-owned subsidiary of Kellwood Company ("Assignee"), a Delaware corporation, with offices at 600 Kellwood Parkway, Chesterfield, Missouri 63017, has acquired the Business, including the Trademarks, pursuant to an Agreement for Purchase and Sale of Assets (the "Purchase Agreement"), dated September 27, 2006, among Buyer, Assignor, Assignee and the Members of Assignor.

WHEREAS, in connection with the transaction contemplated by the Purchase Agreement, the Trademarks are hereby being assigned and transferred to Assignee;

NOW, THEREFORE, in consideration of the consideration set forth in the Purchase Agreement, Assignor does hereby sell, assign and transfer unto Assignee the entire right, title and interest in and to:

The trademarks, trademark registrations and pending applications thereof, all of which are listed on Exhibit A attached hereto and made a part of this Assignment, together with the full and exclusive benefit thereof, all common law rights connected with the Trademarks and any copyright rights which may subsist in the Trademarks, the goodwill of the business associated with the Trademarks, and all causes of action, past, present and future for infringement or unfair competition with respect thereto and all licenses relating thereto.

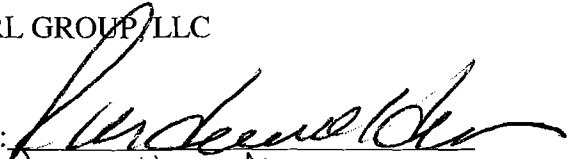
Assignor agrees that it will, upon written request of Assignee, execute and sign all documents and do all such acts and things as may be required by Assignee to enable the Assignee or its representative to: (a) enjoy the full and exclusive benefit of the Trademarks and the registrations and intellectual property rights hereby assigned; (b) fully and effectively vest the same in the Assignee; and (c) formally record or register Assignee's title in the same, meeting the requirements of the respective Trademark Office to record or register Assignee's rights in such Trademarks.

IN WITNESS WHEREOF, this Assignment is made effective this 31st day of October, 2006.

ATTEST:

CRL GROUP/LLC

By:


Richard Hirsh, Manager

[SEAL]

STATE OF California)
COUNTY OF Ventura) ss.

On this 25 day of October, 2006, before me, the undersigned Notary Public, personally appeared Richard Hirsh, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same as his free act and deed in the capacity as Manager of CRL Group, LLC, for the purposes and consideration therein expressed.

Witness my hand and official seal.

Stephanie F
Notary Public

My commission expires:

8.12.07

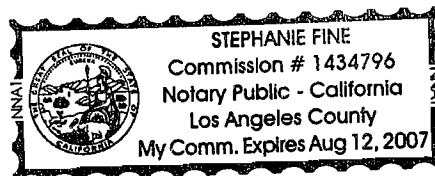


EXHIBIT A

CRL GROUP, LLC
TRADEMARK REGISTRATIONS
UNITED STATES

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
VINCE	2,929,250	03/01/2005

CRL GROUP, LLC
PENDING TRADEMARK APPLICATIONS
UNITED STATES

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
VINCE	78/898,027	06/01/2006